

Charter Number Only

19990066912

Comprehensive Business

Requestor's Name  
10651 N. Kendall Dr. #201  
Address  
Miami, FL 33126  
City State ZIP Phone  
305 2738588

ATTENTION ONLY

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-07/16/99--01008--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

Mr. Bread Corp.

DANZEROTY

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             |  |   |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input type="checkbox"/> Pick Up                    |
|  |  | <input type="checkbox"/> Mail Out                   |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

699-16425  
Cert. CO  
99 JUL 16 AM 9:15  
RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
99 JUL 28 AM 11:19  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 16, 1999

RECEIVED  
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

EMPIRE

MIAMI, FL

SUBJECT: MR. BREAD CORP.  
Ref. Number: W99000016425

We have received your document for MR. BREAD CORP.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 799A00036688

99 JUL 28 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

**ARTICLES OF INCORPORATION**

**OF**

PANZEROTY CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the Corporation is PANZEROTY CORP.

**ARTICLE II**

The term of existence of the Corporation is perpetual.

**ARTICLE III**

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV**

The aggregate number of shares which the Corporation has authority to issue is one hundred (100), all of which shall be common shares having a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase un-issued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or to acquire shares of any such un-issued or treasury shares.

**ARTICLE VI**

The street address of the initial registered office of the Corporation is:

6734 Collins Avenue  
Miami Beach, FL 33141

The name of the registered agent of such address is:

Libia A. Sanchez

#### **ARTICLE VII**

The initial address of the principal office of the Corporation in the State of Florida is:

6734 Collins Avenue  
Miami Beach, FL 33141

#### **ARTICLE VIII**

The initial Board of Directors of the Corporation shall be two (2) directors. The number of directors may be increased from time to time by bylaws adopted by the shareholders.

#### **ARTICLE IX**

The name and address of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen, are :

Libia A. Sanchez  
18181 N.W. 72nd Court  
Miami, FL 33015

Maria M. Jaramillo  
3609 Estepona Avenue  
Miami, FL 33178

#### **ARTICLE X**

The names and addresses of the Officers of the Corporation who shall hold office for the first year, or until their successors are chosen by the Board of Directors in accordance with the bylaws, are:

Libia A. Sanchez  
18181 N.W. 72nd Court  
Miami, FL 33015

President & Treasurer

Maria M. Jaramillo  
3609 Estepona Avenue  
Miami, FL 33178

Vice-President & Secretary

**ARTICLE XI**

The name and address of the incorporator of this Corporation is:

Libia A. Sanchez  
6734 Collins Avenue  
Miami, FL 33015

**ARTICLE XII**

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of common stock they agree to take are:

Libia A. Sanchez	50 Shares, 50%
18181 N.W. 72nd Court	
Miami, FL 33015	

Maria M. Jaramillo	50 Shares, 50 %
3609 Estepona Avenue	
Miami, FL 33178	

**ARTICLE XIII**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 13th day of July, 1999.

Signature:   
LIBIA A. SANCHEZ

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **PANZEROTY CORP.**
2. The name and address of the registered agent are:

Libia A. Sanchez  
6734 Collins Avenue  
Miami Beach, FL 33141

SIGNATURE: Libia Sanchez

TITLE: PRESIDENT

DATE: 7/27/99

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE: Libia Sanchez  
DATE: 7/27/99

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28 JUL 28 AM 11:19  
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